

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
W.R. Grace & Co., et al.,)
Debtors.) Case No. 01-01139 (JKF)
) Jointly Administered
) Related Docket No. 4575
) Objection Deadline: October 31, 2003
) Hearing Date: November 17, 2003 @ 12:00 p.m.

**AFFIDAVIT OF JOANNE WILLS IN SUPPORT OF OBJECTION OF THE
UNOFFICIAL COMMITTEE TO APPLICATION OF DEBTORS PURSUANT TO
11 U.S.C. §§ 105, 327, AND 524(g)(4)(B) FOR THE APPOINTMENT OF C. JUDSON
HAMLIN AS LEGAL REPRESENTATIVE FOR FUTURE CLAIMANTS**

I, Joanne Wills, being duly sworn, declare as follows:

1. I am a partner at the law firm of Klehr, Harrison, Harvey, Branzburg & Ellers LLP, counsel to D.K. Acquisition Partners, L.P., Bear, Stearns & Co. Inc., Fernwood Associates, L.P. and Deutsche Bank Trust Company Americas (collectively, the "Unofficial Committee"), creditors in the above-captioned case.

2. If I were called upon to testify, I could and would testify to each of the facts set forth herein based upon my review of the relevant documents and court dockets.

3. Attached hereto, at the indicated tab letters, are true and correct copies of certain documents filed in the above-captioned case, currently pending before the Court, which have been downloaded from the Court's PACER system.

<u>Tab</u>	<u>Description</u>
A	DESIGNATION OF A DISTRICT JUDGE FOR SERVICE IN ANOTHER DISTRICT WITHIN THE CIRCUIT
B	ORDER DESIGNATING COURT APPOINTED CONSULTANTS AND SPECIAL MASTERS

C	ORDER 1) PARTIALLY WITHDRAWING THE REFERENCE AND 2) GOVERNING APPLICATIONS FOR THE ALLOWANCE OF FEES AND EXPENSES TO COURT APPOINTED ADVISORS
D	Timesheet Submitted by C. Judson Hamlin, excepted from FIRST APPLICATION OF C. JUDSON HAMLIN AS COURT APPOINTED ADVISOR FOR COMPENSATION OF SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
E	Timesheet Submitted by C. Judson Hamlin, excepted from SECOND FEE APPLICATION OF PURCELL, RIES, SHANNON, MULCAHY & O'NEILL ON BEHALF OF C. JUDSON HAMLIN FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS A COURT APPOINTED ADVISOR FOR THE PERIOD FROM MARCH 1, 2002 THROUGH OCTOBER 28, 2002
F	Timesheet Submitted by C. Judson Hamlin, excepted from THIRD APPLICATION OF PURCELL, RIES, SHANNON, MULCAHY & O'NEILL ON BEHALF OF C. JUDSON HAMLIN FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS A COURT APPOINTED ADVISOR FOR THE PERIOD FROM NOVEMBER 1, 2002 THROUGH MARCH 31, 2003

Subscribed and sworn to before
me this 29th day of October, 2003

Wendy Gale

NOTARY PUBLIC

WENDY GALE
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Sept. 23, 2003

Joanne B. Wills
Joanne Wills (#2357)